

Best Available Copy

REMARKS

Claim rejections - 35 U.S.C. § 112

The Examiner has rejected claims 48-50 under 35 U.S.C. § 112, second paragraph, as being indefinite for failing to particularly point out and distinctly claim the subject matter which applicant regards as the invention. The applicant has amended independent claim 48, by removing “a rollerball”, and adding “said rollerball”, this claim should now be in a condition for allowance when considered in light of the amendments to the claims. Regarding dependent claims 49 and 50, these claims were rejected because of their dependency on rejected independent claim 48, therefore these claims should now be in a condition for allowance too.

Claim rejections - 35 U.S.C. § 102(b)

The Examiner has rejected claims 1, 3, 4, 6, 7, 42, and 48-50 under 35 U.S.C. § 102(b), as being anticipated by Sakwa. The applicant has amended independent claims 1 and 42, so as to better describe what the applicant regards as the invention. In addition, applicant has added new claim 51 to further define applicant's invention.

Regarding independent claim 1, the applicant has added further limitations to better describe the receptacle that contains the rollerball. In particular the applicant has amended this claim so that the receptacle with the rollerball has a first end and a second end, and wherein the first end, the end with the rollerball, is removably connected to the sleeve. The applicant has further amended the claim so that both the receptacles and the sleeve have equal diameters. Sakwa does not disclose applicants arrangement of the rollerball with the sleeve. In Sakwa, the

09/842,371

roller applicator is not removably connected to the sleeve, as seen in FIG. 4 of Sakwa, and this rejection should be withdrawn..

Regarding independent claim 42, the applicant has added further limitations to better describe the receptacle that contains the rollerball, in particular the applicant has amended this claim so that the receptacle with the rollerball has a first end and a second end, wherein the first end, the end with the rollerball, is removably connected to the sleeve. In Sakwa, the roller applicator is not removably connected to the sleeve, as seen in FIG. 4 of Sakwa, and as such the rejection of independent claim 42 should be withdrawn.

Regarding claims 3, 4, 6, 7, 48-50, the Examiner rejected these claims because they depended on rejected independent claims 1 and 42. For the reasons stated above as to claims 1 and 42 the rejection of claims 3, 4, 6, 7, 48-50 should also be withdrawn.

Claim rejections - 35 U.S.C. § 103

The Examiner has rejected claims 1-31 and 40-50, under 35 U.S.C. § 103, as being unpatentable over Roehrich in view of Costa, or Pieper et al. The applicant has amended independent claims 1 and 42. Roehrich does not teach or suggest two receptacles that are equal in diameter to the sleeve, quite the contrary, drawing the Examiner's attention to FIG. 1 of the Roerich patent, the receptacles are clearly not equal. Furthermore, the sidewalls of the receptacles of the Roehrich patent are not parallel. As for the other cited prior art references, neither Costa or Pieper teach or suggest the combining a rollerball applicator with a mascara brush or a doe foot applicator to form one compact cosmetic applicator as in the present

09/842,371

invention, and as such independent claims 1 and 42 should now be in condition for allowance.

Regarding claims 2-30, 40-41 and 43-50, the Examiner rejected these claims because of their dependency on rejected independent claims 1 and 42. For the foregoing reasons these claims should also be in a condition for allowance.

Regarding the obvious rejection of Roehrich in combination with the other cited references, the applicant has submitted a rule 1.132 affidavit with this paper. The applicant affirms in this affidavit the commercial success of the present invention in the cosmetic market today. To date the applicant has sold more than \$4,000,000 worth of the present invention. Buyers of the applicant's invention include such cosmetic industry mega giants as Estee Lauder, Avon, Britney Spears, and Victoria's Secret, etc.

MPEP § 2141 III

"Objective evidence or secondary considerations such as unexpected results, commercial success, long felt need, failure of others, copying of others, licensing, and skepticism of experts are relevant to the issue of ***obviousness*** (emphasis added) and must be considered in every case in which they are present."

The applicant brings this to the attention of the Examiner to further evidence that what the applicant regards as the invention is nonobvious in the cosmetic industry.

CONCLUSION

For the foregoing reasons, applicant's claims are patentable over the cited prior art and the application should be in condition for allowance. In addition applicant has enclosed checks

09/842,371

that total \$480.00, which will cover:

1 additional claim	\$25.00
Request for Continued Examination	\$395.00
Request for a one month extension of time	\$60.00
	<hr/>
	\$480.00

Respectfully submitted,



Thomas A. O'Rourke
Reg. No.: 27,665
BODNER & O'ROURKE, L.L.P.
425 Broadhollow Road
Melville, New York 11747
(631) 249-7500

09/842,371

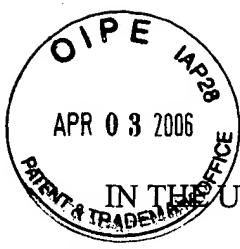


CERTIFICATE OF MAILING

hereby certify that the foregoing Response was mailed by first class mail,
postage prepaid, in an envelope addressed to the Commissioner for Patents
P.O. Box 1450 Alexandria, VA 22313-1450 on this 9th of April, 2006.

A handwritten signature in black ink, appearing to read "Thomas A. O'Rourke".

Thomas A. O'Rourke



IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

APPLICANT: Diane Breidenbach, et.al.

SERIAL NO.: 09/842,371

FILED: April 25, 2001

FOR: Dual Cosmetic Container

Hon. Commissioner of Patents
and Trademarks
PO 1450
Alexandria, VA 22313-1450

State of New York)
)
County of Suffolk) ss.:

Diane Breidenbach being duly sworn deposes and says that:

1. She is CEO of Fragrance Systems Inc., the assignee of the above identified application.
2. Since the product which is the subject matter of the above application was introduced by Fragrance Systems, Inc. in 2001, it has achieved widespread customer recognition in the marketplace because of its unique features.
3. Many well known cosmetic companies have become customers of Fragrance Systems and have included the dual cosmetic container having a roller ball and a doe foot applicator in their product lines. These cosmetic companies include such major companies as Estee Lauder, Mary Kay, Avon, Proctor & Gamble, Elizabeth Arden, Clinique, Britney Spears line, The Body Shop, Victoria's Secret and Hard Candy. These companies have chosen to sell the product of the present invention because of its unique features.
4. Fragrance Systems' customers have promoted the product of the present application to

the public. For example, the dual cosmetic container having a roller ball and a doe foot applicator of the present application have been featured by Victoria's Secret Christmas 2002 Catalog and Victoria's Secret Christmas 2003 Catalog. Copies of relevant portions of Victoria's Secrets Christmas 2002 and Christmas 2003 Catalogs are attached hereto as Exhibits 1 and 2.

5. At the 2004 Academy Awards presented by the Academy of Motion Picture Arts and Sciences, Victoria's Secret, a customer of Fragrance System for the product of the application, used the dual cosmetic container of the above identified application as a gift for the attendees to the awards ceremony. Attached hereto as Exhibit 3 is a copy of an article from the March 21, 2004 issue of Newsday showing the dispenser of the present invention as part of the Oscar Nominee Gift Pack for the 2004 Academy Awards ceremony.

6. Estee Lauder has advertised Applicant's product. Attached hereto as Exhibit 4 is a copy of an Estee Lauder advertisement offering Applicant's dual cosmetic container.

7. Attached hereto as Exhibit 5 is a copy of a Bloomingdale's promotion for the dual cosmetic container of the present application as part of a Mother's Day gift package.

8. Attached hereto as Exhibit 6 is a page from the Mary Kay website showing the dispenser of the present invention as part of the Mary Kay "Velocity" product line.

9. Sephora's Britney Spears product line includes the dispenser of the present invention. Attached hereto as Exhibit 7 is a copy of the www.sephora.com website showing applicant's product.

10. Seventeen Magazine ran an article entitled "Wallet Size Lip Gloss, Clump Free Mascara and More I Gotta-Have-Em Tidbits by Laura Kinney." Item three in the article is directed to Applicant's product where the author states "Talk about bang for your buck, The Body Shop's Tint & Shine Packs Three Functions in One Handy Wand". See Exhibit 8.

11. The dual cosmetic container of the present application has been shown a number of times in publications in the form of advertisements for the product sold by Hard Candy.

Attached hereto are Exhibits 9-12 which show the Applicant's product as marketed by its customer Hard Candy under the designation Stain & Shine.

12. Since the product was introduced in 2001, Applicant has been a commercial success in the cosmetic industry. Fragrance Systems has sold over 4,000,000 dual ended roller ball/doe foot rod applicator packages of the present invention.

Dale Morris

Sworn to me before this 28th day of

March 2006.

He/R
Notary Public County of Suffolk
020R6140583
Expires 1/30/2010

CERTIFICATE OF MAILING

I hereby certify that the foregoing documents were mailed by first class mail,
postage prepaid, in an envelope addressed to the Hon. Commissioner for Patents and
Trademarks, PO Box 1450; Alexandria, VA 22313-1450, this ____ day of March, 2006.

Thom A. O'Rourke

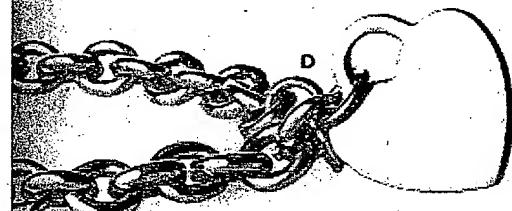
Thomas A. O'Rourke

ENDANT
make chain
Imported
\$35.
WALLET
Leather
whole
ents and
leather
Black (93).
Imported
\$157.93 \$35.



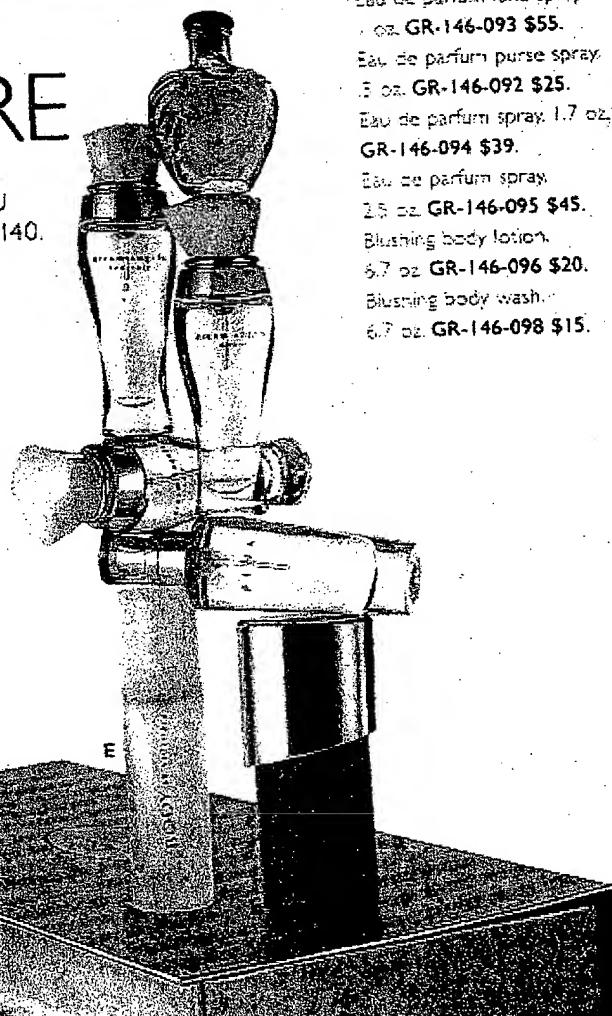
CTS OF DESIRE

AT SATISFY HER CRAVINGS FOR BEAUTY,
AND ALLURE. AT PRICES THAT ALLOW YOU
TO SPLIT THE COST OF YOURS. INDULGENCES FROM \$15-\$140.



BRACELET, Sterling silver link bracelet
with engraving. Lockets (1 oz) \$140.
Imported. 7/16" long. GR-157.966 \$45.

XURIES, All our XURIES
price starts plus our 10% off
Her. 23 oz. ea. \$25-\$75.
Luxurious, colorful, soft set
shades. 23 oz. ea. \$25-\$75.
Amber's beauty...in cream.



C KISS ME PINK ROLLERBALL

Our award-winning PINK fragrance
and Pink Lip Sheer together in a
convenient rollerball (99). Includes
pink-tasseled case.
Imported. GR-157.155 \$19.50

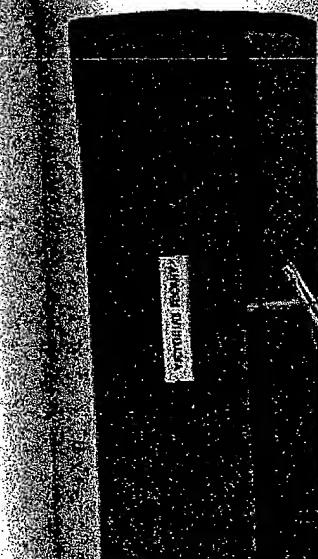
PINK FRAGRANCE COLLECTION

(99), not shown. Imported.

- Eau de parfum luxe spray
1.7 oz. GR-146-093 \$55.
- Eau de parfum purse spray
.5 oz. GR-146-092 \$25.
- Eau de parfum spray. 1.7 oz.
GR-146-094 \$39.
- Eau de parfum spray
2.5 oz. GR-146-095 \$45.
- Blushing body lotion
6.7 oz. GR-146-096 \$20.
- Blushing body wash
6.7 oz. GR-146-098 \$15.

G LOVE BRACELET

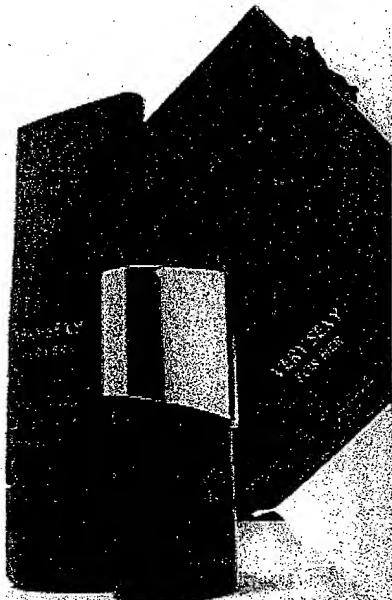
Dark cuff with a
heart charm. Engraved
with "LOVE". Silver
(75). Domestic
silverplated brass.
One size.
GR-157.968 \$25.



F PROVOCATIVE PAIR FRAGRANCE/LIP GLOSS ROLLERBALL (99). This dual-ended rollerball boasts Very Sexy® For Her fragrance on one end, a special-edition sparkling lip gloss on the other. Everything you need for an evening out. Comes with its own pouch. Domestic and imported. 7R-166-410 \$18.50.



G GETTING LACY GIFT SET (99). Black ultra-silky lace-detailed handbag, perfect for a glamorous evening out, or as a night-out alternative to your daytime purse. Comes with Very Sexy® For Her Eau de Parfum Purse Spray, .5 oz., and Body Lotion and Body Wash, 3.4 oz. each. Domestic and imported. 10 1/2" x 2 1/4" x 5". 7R-166-408 \$42.



H GETTING LACY GIFT BOX (99). Garter-inspired tulle accents this pretty gift box filled with the very provocative Very Sexy® For Her Eau de Parfum Purse Spray, .5 oz. and Body Lotion, 3.4 oz. Domestic and imported. 7R-166-403 \$29.



I VERY SEXY® SHIMMER POWDER (99). Sexy, scented shimmer powder in an innovative form: the brush yields the fragrant powder in one quick press of a button. Ideal for the décolletage or anywhere you want added sex appeal. Imported. 7R-166-394 \$27.50.

J-L VERY SEXY® FOR HER FRAGRANCE COLLECTION (99). Domestic and imported.
J Body Lotion, 6.7 oz. 7R-157-021 \$20.
K Body Wash, 6.7 oz. 7R-157-022 \$15.
L Eau de Parfum Spray, .5 oz. 7R-157-016 \$25.
1 oz. 7R-157-019 \$35. 2.5 oz. 7R-157-020 \$45.

N VERY SEXY® FOR HIM ELEMENTS OF STYLE TRAVEL KIT (99). All the essentials for traveling in style. Includes Cologne, After Shave Hydrator, and All-Over Body Wash, 1.7 oz. each. 9 1/4" x 3 1/4" x 7". Domestic and imported. 7R-166-414 \$39.

O-S VERY SEXY® FOR HIM FRAGRANCE COLLECTION (99). Domestic and imported.
O Deodorant, 2.6 oz. 7R-150-037 \$7.50.
P Body Wash, 6.7 oz. 7R-150-036 \$10.
Q After Shave Hydrator, 3.4 oz. 7R-150-035 \$17.50.
R Cologne Spray, 1 oz. 7R-156-948 \$25.
1.7 oz. 7R-150-032 \$35.
3.4 oz. 7R-150-033 \$45.
S After Shave Splash, not shown, 3.4 oz. 7R-150-034 \$17.50.

◀ Lift to experience

C. PROVOCATIVE PAIR

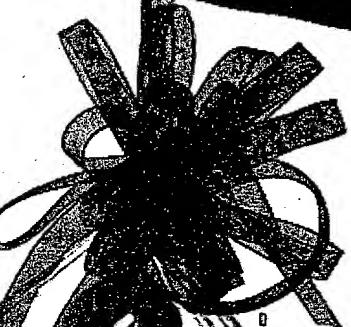
One side of this dual-ended rollerball features limited-edition Very Sexy™ Lip Sparkle, the other our Very Sexy™ For Her fragrance. (99) HO-166-410 \$18.50

B. VERY SEXY™ FOR HER SHIMMER BODY POWDER

Sexy-scented shimmer powder with a quick press-on-a-button. Ideal for the deodorant. (99) HO-166-394 \$27.50

VERY SEXY
FOR HER

B



D. SEXY KISSES
GLOSSING KIT
Four pretty shades of
Matten-Matten-Shiny
Lip Gloss. One each.
With an applicator
(99) HO-160-955
\$12.50 or 2522

VERY SEXY
FOR HER

EDP SPRAY
3.4 fl. oz./100 ml
100% NATURAL

VERY SEXY
FOR HER

EDP SPRAY
1.0 fl. oz./30 ml
100% NATURAL

VERY SEXY
FOR HER

EDP SPRAY
1.0 fl. oz./30 ml
100% NATURAL

E. GETTING LACY HANDBAG

Flirty lace handbag comes with Very Sexy™ For Her Eau de Parfum Purse Spray, .5 oz., Body Lotion and Body Wash, 3.4 oz. each. Bag dimensions: 12" x 7" x 3" x 5". (99) HO-166-408 \$42

VERY SEXY™ FOR HER
FRAGRANCE COLLECTION (99)

F. BODY WASH

6.7 oz. HO-157-022 \$15

G. BODY LOTION

6.7 oz. HO-157-021 \$20

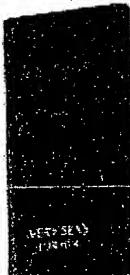
H. EAU DE PARFUM SPRAY

0.5 oz. HO-157-016 \$25

1.0 oz. HO-157-019 \$35

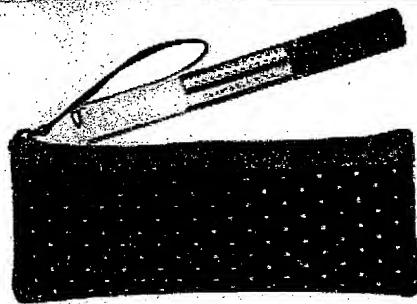
2.5 oz. HO-157-020 \$45

Domestic and imported



H

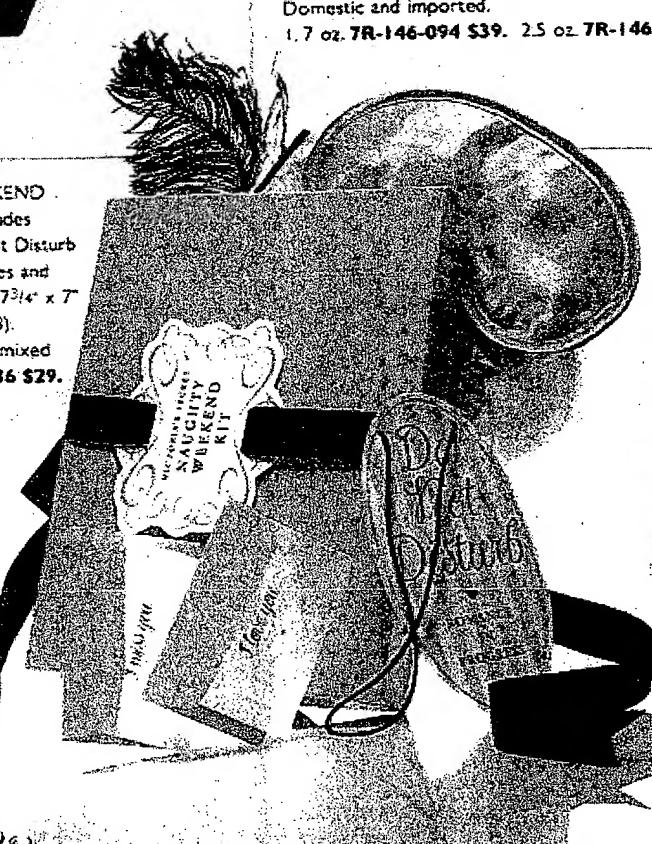
E PERSONALIZED V-STRING PANTY. Get your message across with our low-rise v-string. Just string on the jeweled letter charms of your choice. Hook closure at elastic waist lets you string on the charms. Keyhole back. Black (93). Imported poly/spandex. Sizes XS-L. 7R-168-945 \$12 or Special any 3/\$29.50.



F PLAYFULLY PINK FRAGRANCE AND LIP GLOSS (99). This ingenious rollerball features our award-winning PINK fragrance on one end and a playful Pink Lip Sparkle on the other. Pouch included. Domestic and imported. 7R-166-457 \$18.50. PINK Eau de Parfum Spray, not shown. Domestic and imported. 1.7 oz. 7R-146-094 \$39. 2.5 oz. 7R-146-095 \$45.



G NAUGHTY WEEKEND KIT. Weekend kit includes feather tickler, Do Not Disturb door hanger, love notes and blindfold. Comes in a 7 3/4" x 7" reusable box. Pink (48). Imported poly satin/mixed materials. 7R-169-036 \$29.



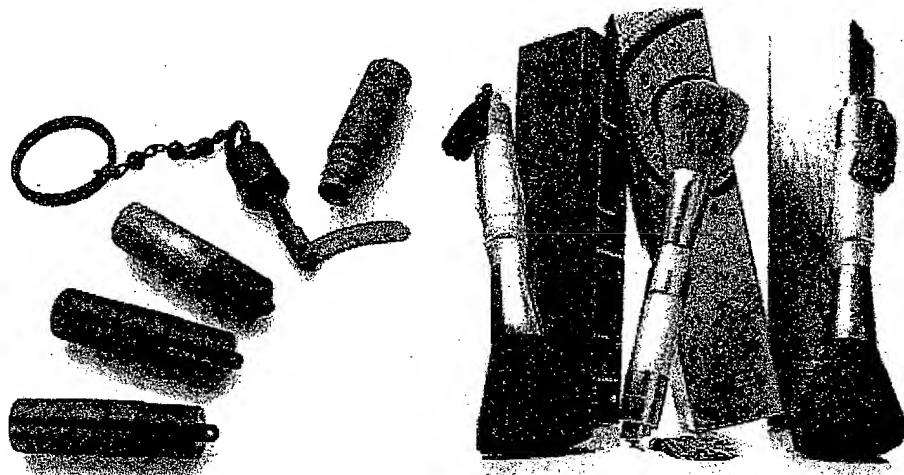
L MOTHER-OF-PEARL WATCH with faux crystal bezel. It's glamour time. Silver-toned hardware. Pink (48), baby blue (78) or black (93). Imported leather. 7R-169-021 \$49.



H-I BOULDOIR LINGERIE & SLIPPER. For the night before Christmas and all through the year. Hot pink (48). Imported poly charm. Sizes XS-L. **H** Cami with lace trim and adjustable straps. Panty with lace and elastic waist. 7R-168-455 \$28. **I** Feathered satin slippers. Poly. Sizes 6-10. 3" heel. 7R-168-454 SPECIAL \$48.



EXHIBIT 2



C D-E

C LOCKING LIPS GLOSSES-TO-GO (99). This unique set features four shades of Victoria's Secret's new, ultra-sexy Shining Kisses Lip Gloss in four different finishes. Each clips easily on to the key chain. Includes: Chloe (Red Wine) in a Creamy Finish, Holly (Raspberry) in an Iridescent Finish, Ashley (Brown) in a Shimmering Finish and Morgan (Plum) in a Metallic Finish. Imported. **BT-165-448 \$12.50.**

D-F SHIMMER BODY POWDERS. Your favorite fragrances in a sexy, shimmering powder. Perfect for this holiday season. Domestic and imported.

D PINK Flirty Shimmer Body Powder (99); BT-166-456 \$27.50.

E Body By Victoria Sensual Shimmer Body Powder (99); BT-166-442 \$27.50.

F Breathless Captivating Shimmer Body Powder (99); BT-166-450 \$27.50.

G-H DREAM ANGELS HOLIDAY ORNAMENTS.

Her holiday tree will be adorned with scents from heaven with your choice of dream angels fragrance ornaments. All have a hidden surprise; award-winning dream angels fragrance tucked inside. Domestic and imported.

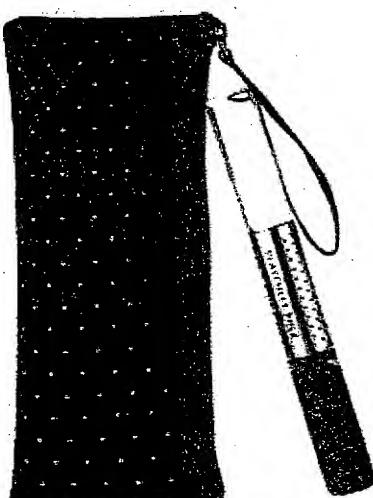
G Dream Angels Bejeweled Ornament. Heaven-scent feathers and magical jewels adorn this pretty ornament filled with a dream angels eau de parfum miniature..25 oz. Available in dream angels halo, red jewels (940) or dream angels halo, pink jewels (941). **BT-166-353 \$12.50 or Special 2/\$22.**

H Dream Angels Garter Ornament. A pretty lace garter adorns this jeweled holiday ornament filled with a dream angels eau de parfum miniature..25 oz. in dream angels Heavenly (939) only. **BT-166-341 \$12.50 or Special 2/\$22.**

I PLAYFULLY PINK FRAGRANCE AND LIP GLOSS (99). This ingenious rollerball features our award-winning PINK fragrance on one end and a playful Pink Lip Sparkle on the other. Pouch included. Domestic and imported. **BT-166-457 \$18.50.**

J RED HOT AND BLACK BODY SPLASH SAMPLER. Six of Garden's star scents in a luxurious Silkening Body Splash sampler (99). Includes Love Spell, Pear Glacé, Amber Romance, Strawberries and Champagne, Endless Love and Vanilla Lace. 2 oz. each. Domestic and imported. **BT-166-431 \$19.50.**

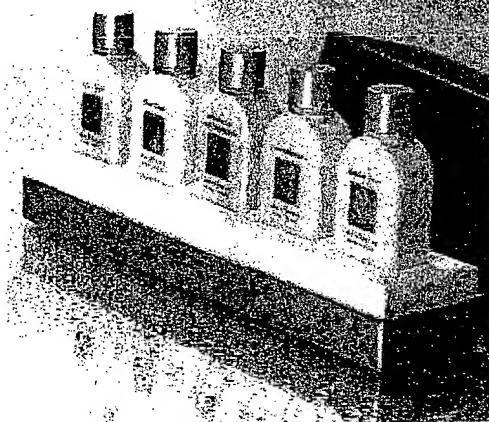
K RED HOT AND BLACK LOTION COFFRET. Five 1 oz. minis of your favorite Garden Skin-Silkening Body Lotions in one deluxe sampler (99). Includes Love Spell, Pear Glacé, Strawberries and Champagne, Amber Romance and Endless Love. Domestic and imported. **BT-166-418 \$13.50.**



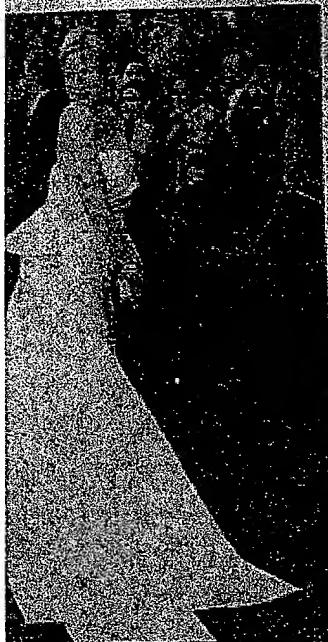
G-H I
J K

\$13.50

lotion coffret



AT THE OSCARS



ZELL WEGER'S classy white silk column from Carolina featured a dramatic bow.



NICOLE KIDMAN'S Chanel couture gown featured a ruffled bodice and glittering hem.



REBA MCENTIRE was room for her to-be-born twins in Marcia Harden's vibrant violet Badgley Mischka.



SCARLETT JOHANSSON in pin-tucked teal satin by Alberta Ferretti.



THE GOODY BAGS

When they say it's great just to be nominated, they're not kidding. Oscar nominees, along with presenters and other VIPs, are showered with thousands of dollars in gifts. Contenders in the actress and supporting actress categories walk away with the most swag (diamonds, perfume, designer clothes, more diamonds) but there's plenty to go around. Presenters' goodies this year are supposedly worth more than \$30,000 — all wrapped up in an elegant suede clutch designed by Maria Lyons. (Feeling left out? Moviegoers can buy the bag, in different colors, next week for \$95 on marialyons.com.) Here's a look at just some of the loot — like any of these Hollywood types really need this stuff?



Weekend bag: A travel bag by Manolo Blahnik filled with suede slides, Estee Lauder products, Baccarat earrings, an Hermes throw and a bottle of Veuve Clicquot champagne. \$10,000

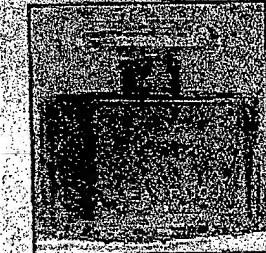
Hotel suite: A two-night stay at The Carlyle in Manhattan. \$2000



Vodka: Wyborowa's new vodka will be presented in a limited edition gift box and bottle designed by Frank Gehry. \$2000



Underwear: Angels bra and panties by Victoria's Secret, with a diamond-encrusted pendant, lip gloss with a diamond applicator and Dream Angels perfume. \$12,000



Crystal perfume bottle: Baccarat bottle engraved with the nominee's name and filled with Enjoy by Jean Patou. \$500

Morning After Bag: Red crocodile tote filled with Revlon beauty products. \$2500



Porcelain pendant: A necklace from the new



ESTĒE LAUDER

BEAUTIFUL



Experience Beautiful
Open here ▶

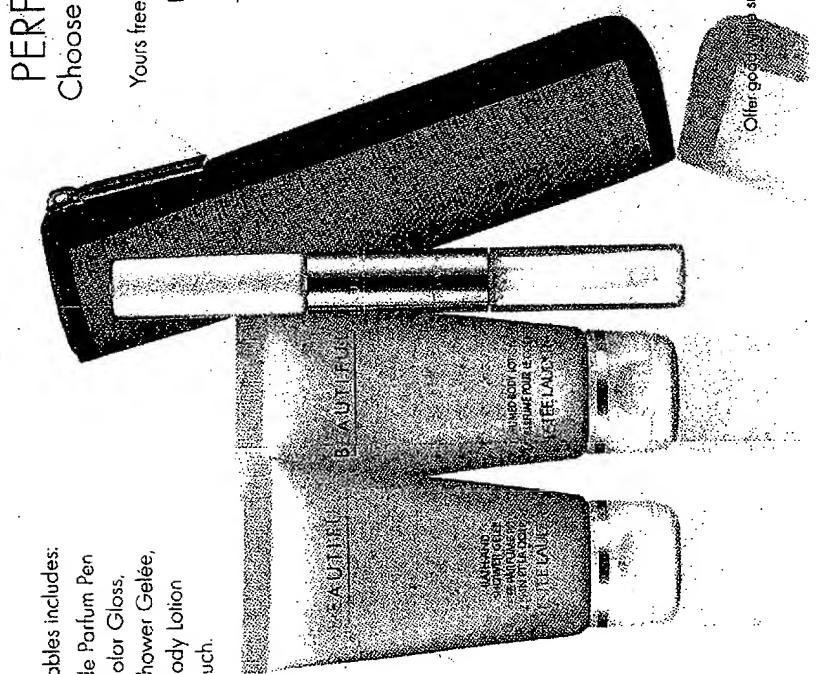
YOUR FREE GIFT

Beautiful
Perfect Portables includes:
2-in-1 Eau de Parfum Pen
with Pure Color Gloss,
Bath and Shower Gelée,
Perfumed Body lotion
and zip pouch.

PERFECT PORTABLES

Choose Beautiful or Beautiful Sheer

Yours free with any Beautiful or Beautiful Sheer
purchase of \$2.50 or more.*



Beautiful Sheer
Perfect Portables includes:
2-in-1 Eau de Parfum Pen
with Pure Color Gloss,
Bath and Shower Gel,
Fragrant Body Lotion
and zip pouch.

Available at
Burdines-Macy's
To order, call 1-800-334-SHOP
Dept. 356

Use your Burdines-Macy's, Burdines or
Macy's credit card. Add applicable Florida
state sales tax. Shipping and handling are
extra. Sorry, no cash, check or money
orders, no CDs, or PO Box delivery.

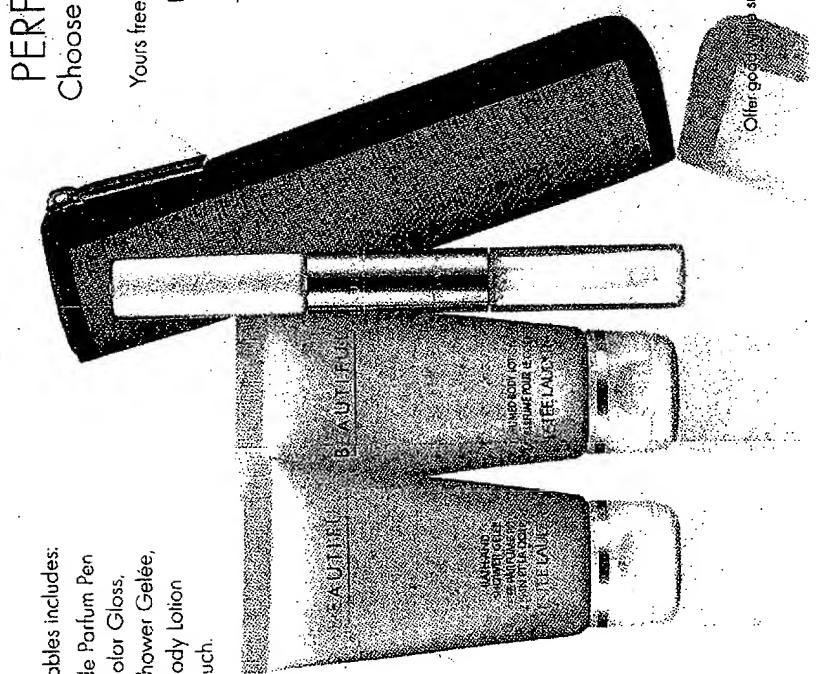
* Excluding gift sets.
Offer good while supplies last. Quantities limited. One to a customer, please.

Experience Beautiful Sheer
Open here ▶

PERFECT PORTABLES

Choose Beautiful or Beautiful Sheer

Yours free with any Beautiful or Beautiful Sheer
purchase of \$2.50 or more.*



Beautiful Sheer
Perfect Portables includes:
2-in-1 Eau de Parfum Pen
with Pure Color Gloss,
Bath and Shower Gel,
Fragrant Body Lotion
and zip pouch.

Available at
Burdines-Macy's
To order, call 1-800-334-SHOP
Dept. 356

Use your Burdines-Macy's, Burdines or
Macy's credit card. Add applicable Florida
state sales tax. Shipping and handling are
extra. Sorry, no cash, check or money
orders, no CDs, or PO Box delivery.

* Excluding gift sets.
Offer good while supplies last. Quantities limited. One to a customer, please.

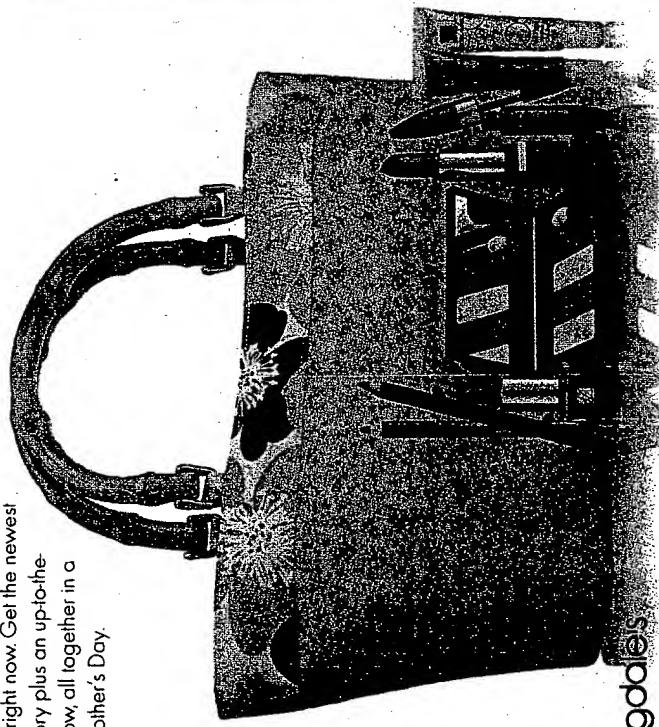


Life's simple pleasures.

ESTÉE LAUDER

Spring Accents Color Collection
24.50 with any Estée Lauder fragrance purchase.
The collection worth 100.00

Hot, bright and right now. Get the newest fashion accessory plus an up-to-the-minute look. Now, all together in a great gift for Mother's Day.



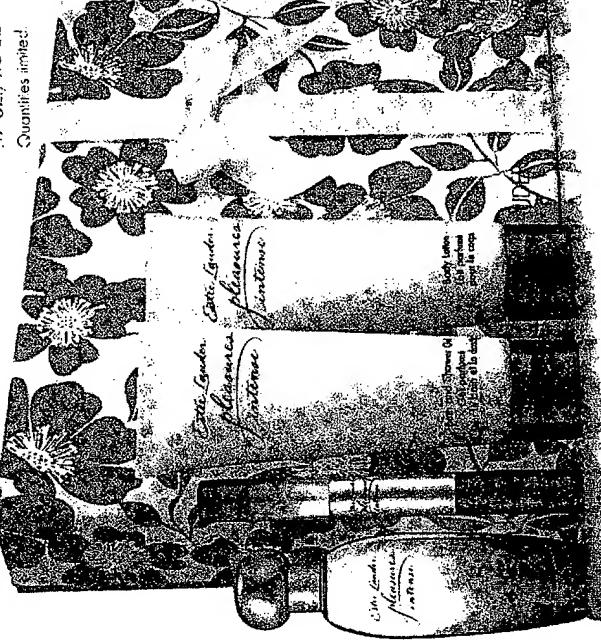
bloomingdales

To order by phone call toll-free 1-800-555-SHOP
Appropriate delivery fee will apply.
Item #D515

EXHIBIT 5

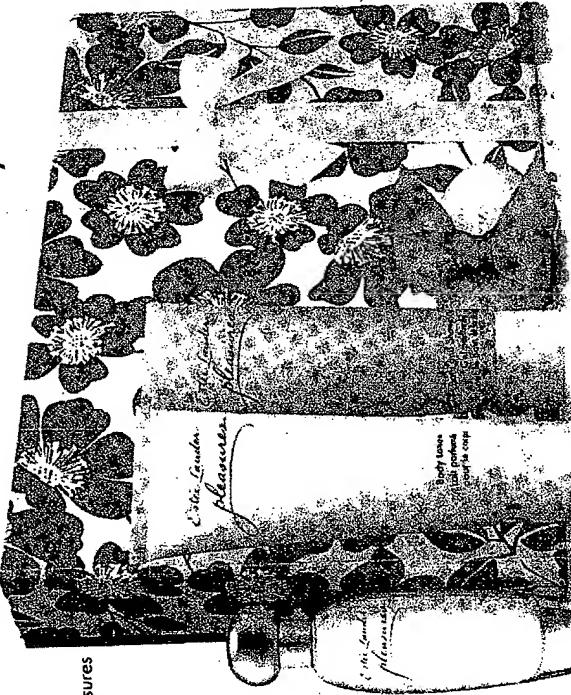
Estée lauder pleasures intense
Touching Moments
55.00 Worth over 100.00

Eau de Parfum Spray 1.7 oz.
Body Lotion 3.4 oz.
Bath and Shower Gel 3.4 oz.
Eau de Parfum/Lip Gloss Pen
1.7 oz./.15 oz.

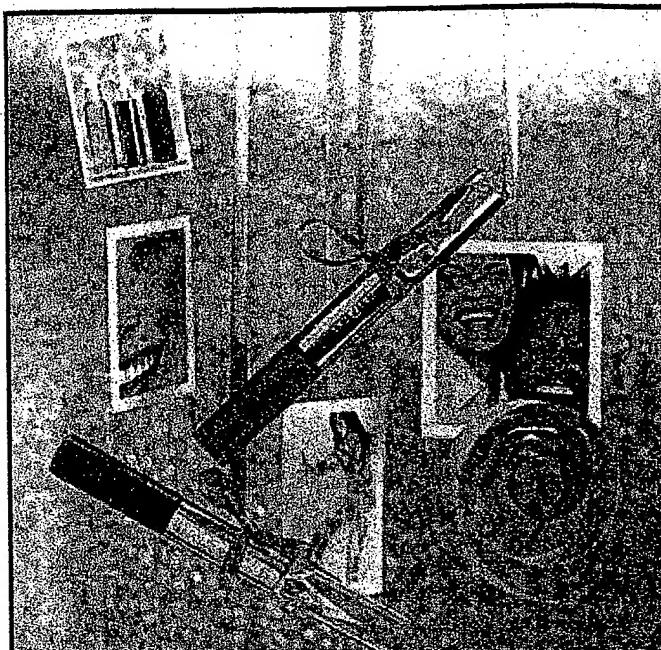


gifts to make her day

Estée lauder pleasures
Delightful All Over
55.00 Worth 80.00
Eau de Parfum Spray 1.7 oz.
Body Lotion 3.4 oz.
Bath and Shower Gel 3.4 oz.
Body Scrub 3.5 oz.
Quantities limited!



Experience
Estée Lauder pleasures
Open here ▶



VELOCITY® End2End™ Fragrance and Lip G

How cool! Two products for the price of one. On one end, you get oh-so-popular Velocity® Eau de Parfum. On the other end, there's gloss. Even cooler, luminescent pearls reflect light. Sugar Coated Jam On shown bottom.

Velocity® End2End™ Fragrance and Lip Gloss
(limited edition, while supplies last),

.16 fl. oz. each,
\$20 suggested retail

VELOCITY® Shadow Box™ Eye C

Visit the Personal Web Site of your Mary Kay Independent Beauty Consultant to see other great Mary Kay® products. Don't have a Beauty Consultant? [Click here](#) to look for a Beauty Consultant in your area.

[What's New Now Home](#) | [MK Signature™ Brush Set](#) | [Velocity® Limited-Edition Products](#) | [Fragrance Limited-Edition Products](#)
[Holiday Limited-Edition Colors](#) | [Color 101 Looks](#) | [Virtual Makeover](#) | [Product Line](#)



SEARCH Enter keyword or item #

MAKEUP | SKINCARE | FRAGRANCE | BATH & BODY | HAIR | TOOLS | MEN | SMILE | GIFTS

free gift packaging ▶ free shipping on orders over \$75 ▶ free samples ▶ easy returns ▶

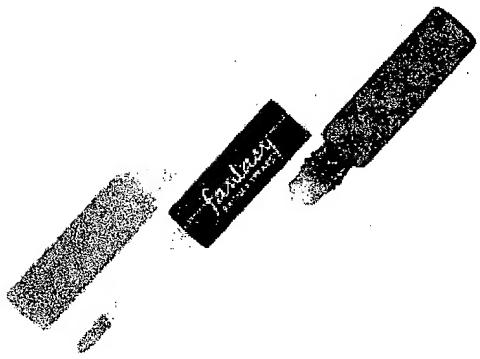
◀ BACK

◀ PREV | BROWSE BRITNEY SPEARS | NEXT ▶

BRITNEY SPEARS

▶ VIEW ALL PRODUCTS BY BRITNEY SPEARS

Surprising Twist!



This double-duty pocket or purse must-have sports a sexy lip gloss on end, and a Fantasy Britney Spears roll-on fragrance on the other. Don't go home without this handy, attention-grabbing duo.

Notes:

Lychee, Quince, Kiwi, Cupcake Accord, Jasmine Petals, White Chocolate, Orchid, Musk, Orris Root, Woods.

Style:

Seductive. Charming. Romantic.

To order, pick a quantity and click on "Place in Basket"

PRODUCT NAME	ITEM #	PRICE	QTY.	FAVORITES/REGISTRY
Surprising Twist!	880518	\$25	<input type="text" value="1"/>	 ADD TO MY FAVORITES ADD TO GIFT REGISTRY

related products:

Britney Spears Fantasy, \$25 - \$55Britney Spears Look My Way Color Kit, \$25

[About Sephora](#) | [Contact Us](#) | [Catalog Request](#) | [Order Status](#) | [My Favorites](#) | [Store Locator](#) | [Store Events](#)
[Other Countries](#) | [Canada Orders](#) | [Privacy Policy](#) | [Affiliates](#) | [Site Index](#) | [Help](#)

Copyright © 1999 - 2006 Sephora USA, Inc. ALL RIGHTS RESERVED. Please refer to [legal](#) for terms of use.

SEARCH

MAKEUP

SKINCARE

FRAGRANCE

BATH & BODY

HAIR

TOOLS

MEN

SMILE

GIFTS

free gift packaging ▶

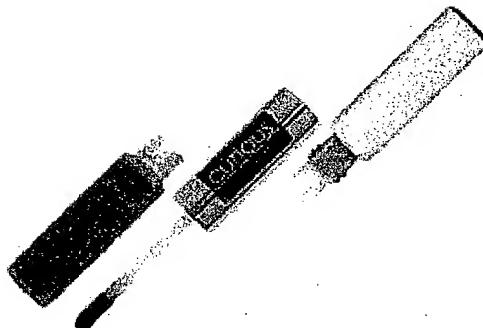
free shipping on orders over \$75 ▶

free samples ▶

easy returns ▶

◀ BACK

BROWSE BRITNEY SPEARS | NEXT ▶



BRITNEY SPEARS

▶ VIEW ALL PRODUCTS BY [BRITNEY SPEARS](#)

Two Tempting!

This double-duty pocket or purse must-have sports a sexy pink shimmering lipgloss on one end, and a Curious by Britney Spears roll-on fragrance on the other. Don't leave home without this handy, attention-grabbing duo.

Notes:

Louisiana Magnolia, Golden Anjou Pear, Lotus Flower, Tuberose, Star J

Pink Cyclamen, Vanilla Infused Musk, Sandalwood, Blonde Woods.

Style:

Bold. Adventurous. Fun.

To order, pick a quantity and click on "Place in Basket"

PRODUCT NAME

ITEM # PRICE QTY. [FAVORITES/REGISTRY](#)


Two Tempting!
(shimmering pink)

846238 \$25

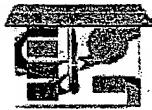
1

ADD TO MY FAVORITES

ADD TO GIFT REGISTRY

PLA

related products:


[Britney Spears Look My Way Color Kit, \\$25](#)

[Britney Spears Curious Britney Spears, \\$20 - \\$52.50](#)

[About Sephora](#) | [Contact Us](#) | [Catalog Request](#) | [Order Status](#) | [My Favorites](#) | [Store Locator](#) | [Store Events](#)
[Other Countries](#) | [Canada Orders](#) | [Privacy Policy](#) | [Affiliates](#) | [Site Index](#) | [Help](#)

Copyright © 1999 - 2006 Sephora USA, Inc. ALL RIGHTS RESERVED. Please refer to [legal](#) for terms of use.

NEW HARD CANDY CHARMED LIP GLOSS BRACELET IN BUBBLE GUM Charm her with this adorable, snap-on bracelet that dangles with lip gloss and little silver accessories. #879767 \$16

LIMITED EDITION

ALSO AVAILABLE: NEW HARD CANDY CHARMED LIP GLOSS BRACELET IN SKY #879775 \$16

LIMITED EDITION

NEW HARD CANDY TOOLS OF ATTRACTION BRUSH SET This sleek set of brushes is the gold standard for all-in-one accessibility. Get everything from the fluffy blush brush to the ultra-fine liner, all snug in a pretty satin pouch. #879734 \$29.50

LIMITED EDITION

for
pretty little things

NEW HARD CANDY JEWEL BOX - EYE AND LIP PALETTE This precious little palette holds seven glosses, eight shadows, two mini applicators and a dual-sided mirror. Perfect for your little princess. #879726 \$18

Cool Kisses

NEW DESSERT TREATS COOL KISSES GIFT SET

This trio of bite-sized glosses is ideal for the girl on the go. Pop one in your purse or pocket for a lip treat that's both sweet and shiny. Set includes Vanilla Ice Cream, Cinnamon Hearts and Peppermint Swirl. #863142 \$15

NEW BRITNEY SPEARS FANTASY FRAGRANCED ROLLERBALL AND LIP GLOSS DUO Her two favorites: gloss and fragrance. Lucky for her, this magic wand has both a scented roller ball on one end and a sheer shine gloss on the other. #880518 \$25

fantasy
BRITNEY SPEARS

NEW BRITNEY SPEARS LOOK MY WAY COLOR KIT Hit her baby one more time, with a gift that brings out her inner pop star. Stocked with the exact shades the starlet herself is wearing in her flirty fragrance ads, this gem-encrusted palette includes four wearable shadows, an all-over highlighter and a sheer pink gloss for amped-up, megawatt glamour. Now all she needs is a record contract. #881235 \$25

ORDER HOLIDAY GIFTS BY DECEMBER 20TH 21

beauty

1. fringe benefits

Painting your lower lashes can be risky business. *Hello*, clumps! To the rescue: L'Oréal's So-Lo Lower Lash Mascara. The mini wand grabs and defines every single tiny lash. Mascara, \$7.15; drugstores.

2. weird science

If chem class rocks your inner periodic table (Fe, O, Cu . . . later), you'll love Chemistryset's bevy of flasks, test tubes and applicator jars filled with skin-softening tub treats. Bath salts, \$16; Chemistryset.net.

3. mo' money

Talk about bang for your buck: The Body Shop's Tint & Shine packs three functions in one handy wand. Tip: Stain your lips and cheeks with long-lasting Lip Tint, then follow with Lip Gloss for plumping shine. Lip and cheek color, \$15; Thebodyshop.com.

4. passion for fashion

Afraid the suede skirt you've been jonesing for will kill your cash stash? Go for Tarte's fall makeup line instead. Packed in purple suede, the compacts are pret-a-porter for the purse! Eyeshadow, \$16; Beauty.com.

5. line me up

If you're a gal who likes her options, you'll love Prescriptives Colorclick Eye Stick. You choose two silky shadows, click 'em together and voilà—sexy eyes. Eye pencil, \$14 for each color; department stores.

6. lipstick or plastic?

Gloss that fits in your wallet, say what? Trish McEvoy's Maxed Out packs 10 glosses and a brush in a compact the size of a credit card. Lip gloss set, \$18; 800-431-4306.

7. win it!

If you love what Fudge's hair does for your tresses, just think what its funky new makeup line, F2, will do for your face! Five readers and five [seventeen.com](#) visitors can each score one Illuminating Shimmer Powder (no purchase necessary; for details, see last pages). Powder, \$19.95; Fudge.com.

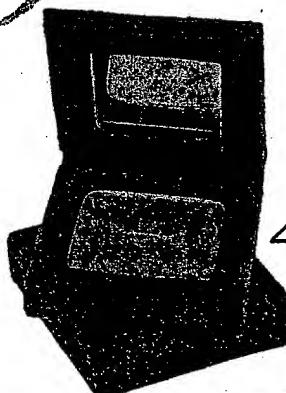
Wallet-size lip gloss, clump-

free mascara and more

I-gotta-have-'em tidbits.

by Laura Kenney

the buzz



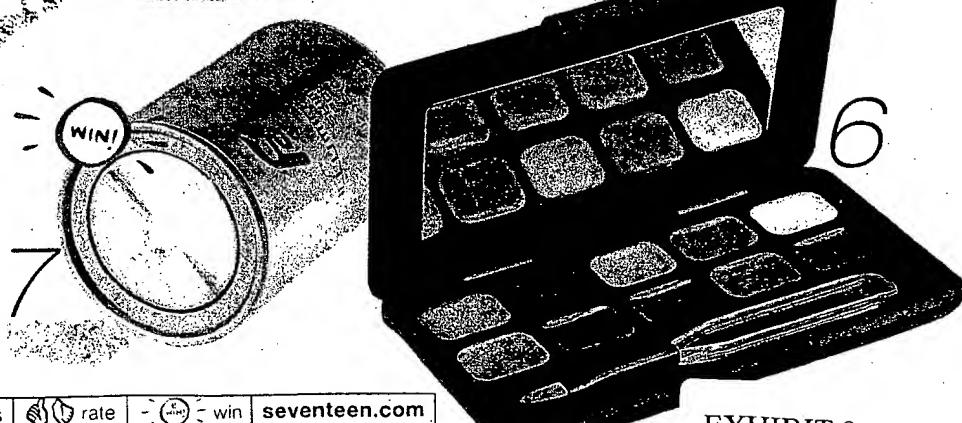
4

PREScriptives
Colorclick Eye Stick
Tattle

5

Bustlicious

6



COSMO LOOK

Q&A

For soft locks
like Mandy
Moore's, condition
with care.

DRIED-OUT MANE MYSTERY

Q: Could my deep conditioner be drying out my hair? I use it three times a week, and my hair feels like straw.

A: You may be stripping your hair of the proteins that are found in many deep conditioners. "Protein helps make hair stronger, but they can't do their job if they are overused," says Carol Wack, a stylist in Chicago. You should pay attention to which type of deep conditioner you've been using. "Starch thickeners formulas are packed with the protein, so it should be used once a week at most," says Alannah Hemmings Deep Conditioner, \$3.99. Conditioners for dry, treated hair can be used twice a week. After your hair treatment, try to keep your dry strands use a clarifying shampoo to remove those excess proteins from your locks. Try Neutrogena Anti-Residue Shampoo, \$6.

Lip and cheek stains give color that won't budge.

Makeup That Stays Put

Q: How can I make my makeup last throughout the entire day?

A: It's frustrating to work hard perfecting your makeup in the a.m., only to have it fade away by lunchtime. One reason for the disappearing act could be that you're constantly touching your face, which can rub off your makeup, says celebrity makeup artist Morgen Schick. To up the long-wearing factor,

of your foundation, set it in place by dusting a light layer of powder over it. Try Morgen Schick's Whisper Set Powder, \$20. Also, apply a lip and cheek stain under your lipstick and blush so these places will have color all day. We like Hard Candy Stain and Shine, \$15 (shown above). To make your shadow easier to stay put, layer a powder formula over a cream version in the same color.

Ouch-Free Wax Hints

Q: I love the results of waxing, but I absolutely can't stand the pain. Is there anything I can do to make it hurt less?

A: There are a few things you can do to soften the sting. First, never schedule an appointment on the three days before or after your period—your skin is most tender during this time. Popping an anti-inflammatory painkiller, like Advil, about two hours before your appointment can also help minimize pain and will reduce post-waxing redness. Another way to kick up the comfort factor a notch is to try one of the new numbing creams. These temporarily desensitize the nerve endings in the area, says Cindy Barshop, owner of the Completely Bare spas in New York. Apply the cream to the area at least 30 minutes before waxing begins. A great one to try is L.M.X 4 Topical Anesthetic Cream, \$25.

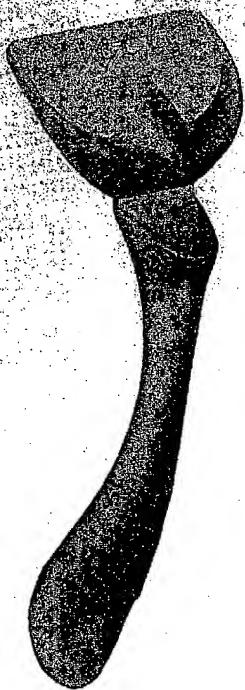
Couple Getting It In

No matter how many times a day my guy shaves, he always seems to have stubble. What is he doing wrong?

To get rid of the short hairs left over from shaving, you'll need to shave again. Your best bet is to use a straight double-edged razor, advises Dr. Michael S. Smith, M.D., a dermatologist in New York City. "The double edge allows you to shave in the opposite direction and still get a close shave," he says. Take some time to apply a warm, damp cloth to your face before you shave again. "This helps to relax the muscles and makes the hair stand up, which makes it easier to shave," says Dr. Smith. If you're still getting stubble, try a foam or gel shave-off product, such as Gillette's SkinGuard, \$3.99.

(Moore) Matt Baron/BEImages. (soft) ROGER CABRERO.

**BLADE
LESS
SHAVE
LESS**



VEET® BLADELESS RAZOR® hair removal kit.

Keeps skin smoother for up to twice as long as shaving with a blade. No nicks, no cuts, just smoothness that lasts.

VEET. A feeling that lasts.

beautyspy

miracle workers

A lipstick is just a lipstick—unless it's one of these miraculous, high-tech items.

if you want:

endurance

LEVI'S COLORSTAY OVERTIME

LIP COLOR IN RELENTLESS RAISIN

A plum lip cream that stays on for hours (our tester applied it at 7 AM and didn't touch up all day) and comes with a clear gloss. \$9.25, DRUGSTORES



sweet and glittery

LABORATORY STAIN & SHINE IN STOP

A lollipop-like tint goes on with a rollerball (love!), then you top it off with a frosty white iridescent gloss that smells like cake mix. \$14, SEPHORA.COM



a creamy lipstick look

MAX FACTOR LIPFINITY EVERLITES IN

MYSTICAL A berry-toned, matte lipcolor in one tube, a high-shine clear gloss in the other.

\$8.40, DRUGSTORES



Sparkly, hot color

AURA SCIENCE

REFLECT DOUBLE

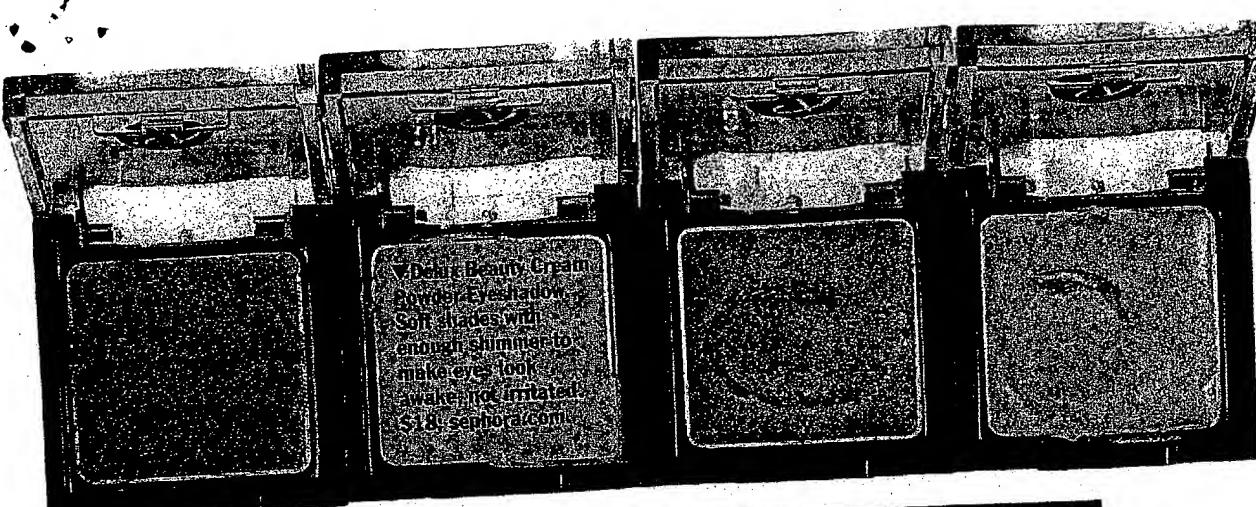
SHINE IN TECH PINK

Half-pigment, half-shine, this fuchsia-ish shade has the coolest minispatula applicator, allowing the capsules of color to go on like a topcoat. The result is bright, vibrant, and ridiculously shiny.

\$16, 866-473-9357



options **TOO FACED PUCKER POLISH IN CANDY PUCKER**
Wear the hibiscus pink stain or the grapefruit-toned gloss alone, or together for a sheer, your-lips-but-better look. \$20, SEPHORA.COM



▼ Phytovolume Actif Volumizer Spray. A spritz before blow-drying gives lank hair the heft to hold a style all day. \$22; phyto.com.

EDITORS' FAVORITES

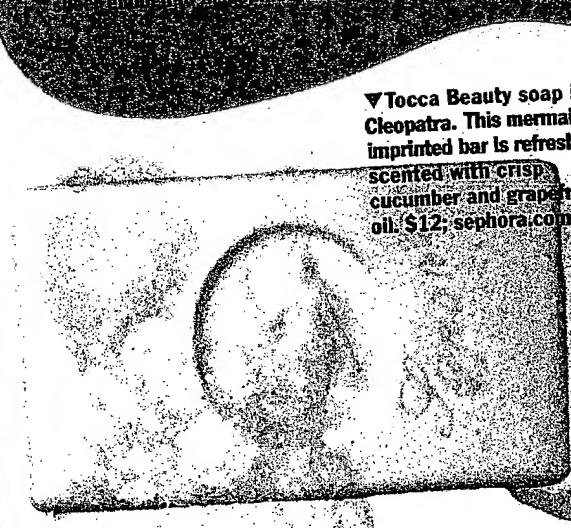
A pretty pink lip stain, a bouquet of pastel nail polish, and one fine-hair booster.

◀ Hard Candy's Winnie the Pooh Lipgloss. Like the Winnie the Pooh character, this lipgloss is quite endearing. It also comes with a side of gloss. \$14; hardcandy.com.

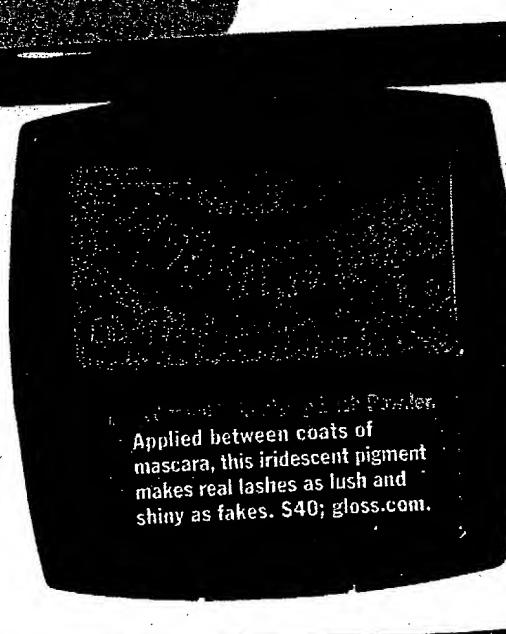


HARD CANDY
Skin & Shine

▼ Tocca Beauty soap in Cleopatra. This mermaid-imprinted bar is refreshingly scented with CHSE cucumber and grapefruit oil. \$12; sephora.com.



▼ L'Oréal Voluminous Lash Powder. Applied between coats of mascara, this iridescent pigment makes real lashes as lush and shiny as fakes. \$40; gloss.com.





beauty

111 BEAUTY SPY The best bronzers and self-tanners, high-tech lipstick, and bath bonbons.

138 A PRO'S PICKS Theory's creative director shops for office-appropriate makeup.

158 THE SCENT SPECIALIST A second-generation perfumer helps you pick the perfect scent.

160 TREATMENT Our cross-country roundup of spas that cater to parties of two.

164 SECRET INGREDIENT:
PEPTIDES The latest miracle-working skincare additive.

166 DO IT YOURSELF Everything you need to know about concealer.

173 THE LUCKY GUIDE TO SHINY, HEALTHY HAIR Twelve pages packed with great tips to get your hair into peak condition.

LUCKY BREAKS

249

Enter to win one of 10 tropical cruises, along with a beach wardrobe to take with you. Plus, look for this icon throughout the issue for savings on **Lucky+breaks** stuff you'll love.

111

life/style

217 ORGANIZE YOUR CLOSET Our streamlined system will help you make the most of your wardrobe.

225 LUCKY LIFE A cocktail pro's picks, Mother's Day gifts, and pointers to achieve a preppy-modern aesthetic.

235 SHOPPING TRIP: ROME AND FLORENCE A comprehensive list of the best boutiques, outlets, and flea markets in these breathtaking Italian cities.

266 HOW TO CONTRIBUTE Walk, bike—or shop—to aid MS research.

To subscribe to

LUCKY. call 800-777-4058 or log on to LuckyMag.com

**This Page is Inserted by IFW Indexing and Scanning
Operations and is not part of the Official Record**

BEST AVAILABLE IMAGES

Defective images within this document are accurate representations of the original documents submitted by the applicant.

Defects in the images include but are not limited to the items checked:

BLACK BORDERS

IMAGE CUT OFF AT TOP, BOTTOM OR SIDES

FADED TEXT OR DRAWING

BLURRED OR ILLEGIBLE TEXT OR DRAWING

SKEWED/SLANTED IMAGES

COLOR OR BLACK AND WHITE PHOTOGRAPHS

GRAY SCALE DOCUMENTS

LINES OR MARKS ON ORIGINAL DOCUMENT

REFERENCE(S) OR EXHIBIT(S) SUBMITTED ARE POOR QUALITY

OTHER: _____

IMAGES ARE BEST AVAILABLE COPY.

As rescanning these documents will not correct the image problems checked, please do not report these problems to the IFW Image Problem Mailbox.